

**HOUSING OPPORTUNITIES COMMISSION OF MONTGOMERY COUNTY**

10400 Detrick Avenue  
Kensington, Maryland 20895  
(240) 627-9425

**Minutes**

February 7, 2024

The monthly meeting of the Housing Opportunities Commission of Montgomery County was conducted via a hybrid platform (with some participating in-person and some participating online/via teleconference) on Wednesday, February 7, 2024 with moderator functions occurring at 10400 Detrick Avenue, Kensington, Maryland beginning at 4:06 p.m. Those in attendance were:

**Present**

Roy Priest, Chair  
Jeffrey Merkowitz, Vice Chair  
Robin Salomon, Chair Pro Tem  
Linda Croom, Commissioner  
Frances Kelleher, Commissioner

**Attending Via Zoom**

Pamela Byrd, Commissioner

**Also Attending**

Chelsea Andrews, President/Executive Director	Aisha Memon, Senior VP, Legal Affairs/ General Counsel
Kayrine Brown, Senior Executive Vice President	Paige Gentry, Deputy General Counsel
DaVida Rowley-Blackman	Tim Goetzinger
Richard Congo	John Brouillre
Kimberly King	Zachary Marks
Tia Blount	Ken Silverman
Jay Shepherd	Ali Ozair
Rita Harris	Jackie Simon
Paulette Dudley	John Wilhoit
Morgan Tucker	

**Also attending via Zoom**

Kai Hsieh	Sean Asberry
Alex Laurens	Matt Husman
Darcel Cox	

**IT Support**

Irma Rodriquez  
Aries "AJ" Cruz

**Commission Support**

Jocelyn Koon, Special Assistant

Chair Priest opened the meeting with the introduction of the Commission and Chelsea Andrews, President/ Executive Director, and former Commissioner Jackie Simon. Chair Priest also advised that the Status Report of the Resident Advisory Board will be provided at a later time.

**I. Information Exchange**

**A. Community Forum**

- There were no speakers to address the Board.

**B. Status Report from the Resident Advisory Board**

- Irma Washington, President, and Adam Pinchuk, Vice President, provided a status report to the Commission and HOC Staff. President Washington highlighted the difficulties in customer service with HOC's private property management companies and asked the Commission to address its improvement.
- President Andrews highlighted that HOC will be transitioning to Rent Café which will allow our customers/residents to provide feedback about the service they receive from management at HOC properties. Rent Cafe will allow HOC's Resident Services team the ability to improve operations.

**C. Report of the President/Executive Director**

- Chelsea Andrews, President/Executive Director, provided a presentation of the written report in the month of January 2024.
- Ms. Andrews spotlighted the Westwood Tower Staff Appreciation Breakfast as well as HOC in the News as well as provided updates for HOC's Maintenance, Mortgage Finance and Real Estate Divisions
- President Andrews introduced Ken Silverman, Vice President of Government Affairs, to provide the legislative update.

**D. Housing Production Fund Update**

- President Andrews introduced Zachary Marks, Senior Vice President of Real Estate, to provide the Housing Production Fund update.

**E. Commissioner Exchange**

- Commissioner Merkowitz highlighted recent report from Harvard Joint Center for Housing Studies that showed the level of cost burdens that renters are currently experiencing.

**II. Approval of Minutes** – The minutes were approved as submitted with a motion by Commissioner Croom and seconded by Commissioner Byrd. Affirmative votes were cast by Commissioners Priest, Merkowitz, Kelleher, Byrd, Croom, and Salomon.

**A. Approval of Minutes of January 10, 2024**

**B. Approval of Minutes of January 10, 2024 Closed Session**

**III. Committee Reports and Recommendation for Action**

**A. Budget, Finance and Audit Committee- Com. Priest, Chair**

1. **Procurement of Property Management Services: Approval to Select Bozzuto as Property Management Agent for Hillandale Gateway**

Commissioner Priest provided an overview of the item and introduced President Andrews who introduced Ali Ozair, Vice President of Property Management. Staff recommended that the Commission authorize the President/Executive Director to negotiate and execute a two-year property management contract with two one-year renewal options for Hillandale Gateway with Bozzuto. A motion was made by Commissioner Merkowitz to adopt Resolution 24-09. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

**B. Development and Finance Committee – Com. Merkowitz, Chair**

**1. Hillandale Gateway: Approval of Additional Funding for Legal Services Provided by Gallagher, Evelius and Jones LLP for Hillandale Gateway**

Commissioner Merkowitz introduced President Andrews who provided an overview and introduced Zachary Marks, Senior Vice President of Real Estate. Staff recommended that the Commission approve additional funding for legal services provided by GEJ in the amount of \$160,000, plus a \$32,000 contingency (20%), for a total of \$192,000. A motion was made by Commissioner Merkowitz to adopt Resolution 24-10. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

**2. Hillandale Gateway: Approval for HOC at Hillandale AR, LLC and HOC at Hillandale NAR, LLC to Enter into Ground Leases Directly with Hillandale Pad II, LLC**

Commissioner Merkowitz introduced President Andrews who provided an overview and introduced Kathryn Hollister, Housing Acquisition Manager, who provided the presentation. Staff recommended that the Commission authorize HOC at Hillandale AR, LLC and HOC at Hillandale NAR, LLC to enter into ground leases directly with Hillandale Pad II, LLC, in the event it is required by Hillandale Gateway's capital partners. A motion was made by Commissioner Merkowitz to adopt Resolution 24-11. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

**3. Hillandale Gateway: approval of Bond Authorizing Resolutions for the Issuance of Tax-Exempt Indebtedness to Finance Hillandale Gateway**

Commissioner Merkowitz introduced President Andrews who provided an overview and introduced Victoria Dixon, Senior Multifamily Underwriter, who provided the presentation. Staff recommends the Commission:

- A.** Approve Bond Authorizing Resolution(s) for issuance of tax-exempt indebtedness for the NAR Building in an amount not to exceed \$150,000,000, in one or more series as applicable, comprised of (i) private activity bonds of up to \$30,000,000 and (ii) a \$150,000,000 back-to-back construction loan from Citibank, N.A. to HOC; and
- B.** Permit tax-exempt draws on the RELOC of up to \$7,000,000 to fund the Tax-Exempt Bridge Loan; and
- C.** Approve a Bond Authorizing Resolution for execution and delivery of tax-exempt indebtedness for the AR Building in an amount not to exceed \$47,000,000.

A motion was made by Commissioner Merkowitz to adopt Resolutions 24-12a, 24-12b, and 24-12c. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

**4. Scattered Sites: Authorization to Enter into a Letter of Intent for the Disposition of up to Ten Units in Montgomery Village to Habitat for Humanity Metro Maryland**

Commissioner Merkowitz introduced President Andrews who provided an overview and introduced Zachary Marks, Senior Vice President of Real Estate, and Jay Shepherd, who provided the presentation. Staff recommended that the Commission approve the disposition of 10 townhouses located in Montgomery Village to HFHMM, a nonprofit corporation, and authorize the President/Executive Director, or their designee, to negotiate and execute a Letter of Intent with HFHMM to purchase the 10 units for \$90,000 each, in a condition of “as-is, where-is,” where HFHMM covers related closing costs, for use in their program in accordance with their program restrictions. A motion was made by Commissioner Merkowitz to adopt Resolution 24-13. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

**5. Scattered Sites: Approval to Select and Execute a Contract with Innovative Technology, Design & Construction as General Contractor for Scattered Site Properties Pursuant to Invitation for Bid #2435**

Commissioner Merkowitz introduced President Andrews who provided an overview and introduced Paul Vinciguerra, Construction Manager, and Kimberly King, Project Manager, who provided the presentation. Staff recommends that the Commission approve to:

1. Select Innovative Technology Design & Construction as the general contractor for the renovation of ten (10) scattered site units pursuant to IFB #2435; and
2. Authorize the President/Executive Director to negotiate and execute a contract with Innovative Technology Design & Construction. for \$1,238,535.64.

A motion was made by Commissioner Merkowitz to adopt Resolution 24-14. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

**IV. Items Requiring Deliberation and/or Action**

**1. Approval to Enter into a Memorandum of Understanding with Montgomery County Department of Housing and Community Affairs to Provide Underwriting and Administration Services for the Non Profit Preservation Fund**

Commissioner Merkowitz introduced President Andrews who provided an overview and introduced Ken Silverman, Vice President of Government Affairs, and Zachary Marks, Senior Vice President of Real Estate, who provided the presentation. Staff recommended that the Commission grant formal approval for HOC’s President/ Executive Director to execute a Memorandum of Understanding with the Montgomery County Department of Housing and Community Affairs for HOC to provide underwriting and administration of the County’s Non-profit Preservation Fund. A motion was made by Commissioner Mekowitz to adopt Resolution 24-15. Commissioner Byrd seconded the motion. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

Chair Priest called for a motion to recess the Commission meeting in order to reconvene in Development Corporation Meetings. A motion was made by Commissioner Croom and Commissioner Byrd seconded. Affirmative votes were cast by Commissioners Priest, Byrd, Croom, Kelleher, Merkowitz, and Salomon.

The meeting went into recess at 5:51 p.m. and reconvened at 6:00 p.m.

Chair Priest reconvened the HOC meeting and moved on to the next agenda item.

**V. Items Requiring Deliberation and/or Action- Continued**

Chair Priest introduced Secretary-Treasurer, Chelsea Andrews, who opened the floor for nominations for Chair, Vice Chair, and Chair Pro Tem for the 2024/2025 Election of Officers. The nominees approved for the 2024/2025 Election of Officers are as follows: Chair, Roy Priest; Vice Chair, Jeffrey Merkowitz; and Chair Pro Tem, Robin Salomon. Chair Priest thanked Commissioner Kelleher for serving a term as Vice Chair.

Based upon this report and there being no further business to come before this session of the Commission, Chair Priest adjourned the meeting at 6:06 p.m.

Respectfully submitted,

Chelsea Andrews,  
Secretary-Treasurer

/jlk

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**Special Session Minutes**

**February 22, 2024**

A Special Session of the Housing Opportunities Commission of Montgomery County was conducted via virtual platform on Thursday, February 22, 2024, with moderator functions occurring at 10400 Detrick Avenue, Kensington, Maryland beginning at 6:32 pm. Those in attendance were:

**Present**

Roy Priest, Chair  
Frances Kelleher, Vice Chair  
Robin Salomon, Commissioner  
Linda Croom, Commissioner

**Absent**

Pamela Byrd, Commissioner  
Jeffery Merkowitz, Commissioner

**Also Attending**

Chelsea Andrews, President/ Executive Director  
Kayrine Brown, Senior Executive Vice President  
Aisha Memon, Senior Vice President of Legal Affairs/General Counsel  
Ken Silverman, Vice President of Legislative Affairs  
John Broullire, Director of Risk Management

**IT Support**

Aries Cruz  
Irma Rodriguez

**Commission Support**

Jocelyn Koon, Special Assistant to Commission

Chair Priest opened the meeting with welcome remarks and an introduction to the Special Session of the Housing Opportunities Commission of Montgomery County. Chair Priest introduced Commissioners Kelleher, Salomon, and Croom. Commissioner Merkowitz and Byrd were necessarily absent.

Chair Priest read the Written Closing Statement and made a motion to adopt the statement and close the meeting. Commissioner Salomon seconded the motion, with Commissioners Priest, Kelleher, Salomon, and Croom voting in approval. Commissioners Byrd and Merkowitz were necessarily absent and did not participate in the vote.

Based upon this report and there being no further business to come before this session of the Commission, the Commission adjourned the open session at 6:33 p.m., and reconvened in closed session at 6:45 p.m.

In compliance with Section 3-306(c)(2), General Provisions Article, Maryland Code, the following is a report of the Housing Opportunities Commission of Montgomery County's virtual closed session held on February 22, 2024 at approximately 6:45 p.m. with moderator functions occurring at 10400 Detrick Avenue, Kensington, MD 20895. The meeting was closed under the authority of Sections 3-305(b)(7) and 3-305(b)(13) to obtain legal advice about potential liability exposure at an HOC property.

The meeting was closed and the closing statement dated February 22, 2024 was adopted on a motion made by Commissioner Priest, seconded by Commissioner Salomon, with Commissioners Priest, Kelleher, Salomon, and Croom voting in approval. Commissioners Merkowitz and Byrd were necessarily absent and did not participate in the vote. The following persons were present: Roy Priest, Frances Kelleher, Robin Solomon, Linda Croom, Chelsea Andrews, Kayrine Brown, Aisha Memon, Ken Silverman, John Brouillire and Jocelyn Koon.

In closed session, the Commission discussed the below topic and took the following action:

1. **Topic:** Obtaining legal advice about potential liability exposure at an HOC property (pursuant to Sections 3-305(b)(7) and 3-305(b) (13)).
  - a. **Action Taken:** The Commission received information and determined to reconvene a meeting on February 23 if necessary.

The closed session was adjourned at 7:22 p.m.

Respectfully submitted,

Chelsea Andrews,  
Secretary-Treasurer